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* *pro hac vice* admission pending

Counsel for Mercer (US) Inc.

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

-----X
In re: : Chapter 11
RESIDENTIAL CAPITAL, LLC, et al., : Case No. 12-12020 (MG)
:
Debtors. : Jointly Administered
-----X

**NOTICE OF APPEARANCE AND
REQUEST FOR SERVICE OF DOCUMENTS**

PLEASE TAKE NOTICE that, pursuant to Rule 9010(b) of the Federal Rules of Bankruptcy Procedure (the “*Bankruptcy Rules*”) and section 1109(b) of title 11 of the United States Code (the “*Bankruptcy Code*”), Devon J. Eggert, Esq. of the law firm of Freeborn & Peters LLP appears as counsel to Mercer (US) Inc. (“*Mercer*”) in the above-captioned, chapter 11 cases (the “*Bankruptcy Cases*”).

PLEASE TAKE FURTHER NOTICE that, pursuant to Bankruptcy Rules 2002, 3017, 4001, 9001, and 9010, and sections 342 and 1109(b) of the Bankruptcy Code, Mercer hereby requests that all documents filed with the Bankruptcy Court, all notices given or required to be given in the Bankruptcy Cases, and all papers served or required to be served in these bankruptcy proceedings or in any related adversary proceeding be given and served upon the following, and that appropriate entry thereof be made on the Clerk’s Matrix in these Bankruptcy Cases:

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PLEASE TAKE FURTHER NOTICE that this request includes not only the notices and papers referred to in the Bankruptcy Rules and Bankruptcy Code provisions specified above, but also includes, without limitation, all orders, notices, hearing dates, applications, motions, petitions, requests, complaints, demands, replies, answers, whether formal or informal, whether written or oral, and whether transmitted or conveyed by mail, courier service, hand-delivery, telephone, telegraph, telex, facsimile transmission, electronic mail, or otherwise that affect or seek to affect in any way: (a) any rights or interests of any unsecured creditor or party-in-interest in these Bankruptcy Cases, with respect to, without limitation, Residential Capital, LLC and its affiliated debtor entities (collectively, the “Debtors”); (b) property of the Debtors’ estates or proceeds thereof, in which the Debtors may claim an interest; or (c) property or proceeds thereof, in the possession, custody, or control of others, that the Debtors may seek to use, or require or seek to require any act, delivery of any property, payment, or other conduct by unsecured creditors of the Debtors’ estates.

PLEASE TAKE FURTHER NOTICE that Mercer intends that neither this Notice of Appearance nor any later appearance, pleading, claim, or suit shall waive: (a) the right of Mercer to have final orders and non-core matters entered only after *de novo* review by a District Court Judge; (b) the right of Mercer to trial by jury in any proceedings so triable in these Bankruptcy Cases or any case, controversy, or proceeding related to these Bankruptcy Cases; (c) the right of Mercer to have the District Court withdraw the reference in any matter subject to mandatory or discretionary withdrawal; or (d) any other rights, claims, actions, defenses, set-offs, or recoupments to which Mercer is or may be entitled.

Dated: June 27, 2012

FREEBORN & PETERS LLP

/s/ Devon J. Eggert
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